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December 29, 2000

Magalie Roman Salas, Secretary
Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

Re: Memphis SMSA Limited Partnership
FCC Form 602 — Ownership Information

Dear Ms. Salas:

Pursuant to Section 1.919(b)(2) of the Commission's rules, Memphis SMSA Limited Partnership ("Memphis"), hereby submits an original and one copy of its FCC Form 602 — Ownership Disclosure Information for the Wireless Telecommunications Services.

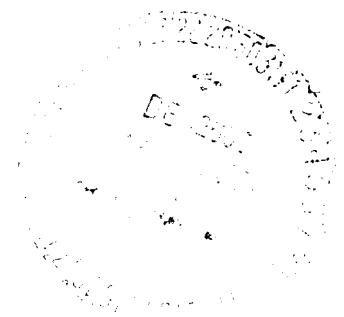
In preparing the instant Form 602, Memphis has used its best efforts and good faith to provide the most complete ownership information possible. Should updated information become available to Memphis, the enclosed Form 602 will be revised accordingly.

Please contact the undersigned if you should have any questions regarding this matter.

Sincerely,

WILKINSON BARKER KNAUER, LLP


By: Georgina L.O. Feigen
Catherine C. Butcher



* Practice limited to matters and proceedings before federal courts and agencies.

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Memphis SMSA Limited Partnership			

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
See Attachment 1			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas	M	Meiss	Esq.
Title:			
Associate General Counsel Operations East			
Signature: % <i>Th Meiss</i> for Vice President and General Counsel			Date: 12/20/00
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 16, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

[illegible]

[illegible]

[illegible]

[illegible]

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Further information regarding Cingular Wireless LLC			
can be found in its Form 602 filed with the FCC on			
Nov. 17, 2000.			

. FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

As reflected in the attached FCC Form 602, Memphis CGSA, LLC ("MCL") holds a 40% general partnership interest and a 35% limited partnership interest in Memphis SMSA Limited Partnership ("Applicant"). MCL is a wholly-owned subsidiary of **BellSouth** Mobility LLC ("BML"). BML is a wholly-owned subsidiary of Cingular Wireless LLC ("Cingular"). SBC Communications Inc. ("SBC") through various wholly owned subsidiaries indirectly holds approximately 60 percent of Cingular. **BellSouth** Corporation ("**BellSouth**"), through various wholly owned subsidiaries, indirectly holds approximately 40 percent of Cingular. Cingular Management Corp., which is owned and controlled equally by SBC and **BellSouth**, directly holds less than one percent of Cingular. SBC Alloy Holdings, Inc. and **BellSouth** equally own and control Cingular Management Corp. which, in addition to the *de minimis* ownership interest in Cingular, controls Cingular. Further information regarding Cingular can be found in its current Form 602 filed with the Commission on November 17, 2000.

The remaining 25% interest in Applicant is held by Orlando SMSA Limited Partnership ("OSLP") as a limited partner. OSLP is comprised of Orlando CGSA, Inc. ("OCI"), which holds a 30.67% general partnership interest and a 49.61% limited partnership interest, and Westel Richmond, LLC ("WRL") which holds a 19.72% limited partnership interest. OCI is a wholly owned subsidiary of BML. WRL is a wholly owned subsidiary of American Cellular Communications LLC which is also a wholly-owned subsidiary of BML.

Additional information will be provided upon request.